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Hearing Date: June 21, 2011  
Hearing Time: 10:00 a.m.

Attorneys for NXP Semiconductors USA, Inc.

**THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF NEW YORK**

In re	)	Chapter 11
	)	
DPH HOLDINGS CORP, <i>et al.</i>	)	Case No. 05-44481 (RDD)
	)	
Reorganized Debtors.	)	
	)	
	)	
DELPHI AUTOMOTIVE SYSTEMS, LLC	)	Adv. Pro. No. 07-02580 (RDD)
	)	
Plaintiff,	)	
	)	
v.	)	
	)	
PHILIPS SEMICONDUCTORS, INC. (n/k/a) NXP	)	
SEMICONDUCTORS USA, INC.	)	
	)	
Defendant.	)	
	)	

**JOINDER OF PHILIPS SEMICONDUCTORS, INC (n/k/a NXP  
SEMICONDUCTORS USA, INC.) TO SUR-REPLY OF METHODE  
ELECTRONICS, INC. IN SUPPORT OF ITS OBJECTION TO  
THE REORGANIZED DEBTORS' MOTION FOR LEAVE TO FILE  
AMENDED COMPLAINTS**

Philips Semiconductors, Inc. ("Philips") (n/k/a NXP Semiconductors USA, Inc.)  
("NXP"), by its undersigned counsel, hereby joins and adopts the legal arguments set  
forth in the Sur-Reply of Methode Electronics, Inc. in support of its Objection to the

Reorganized Debtors' Motion for Leave to File Amended Complaints and additionally represents as follows:

1. In accordance with this Court's December 17, 2010, directive, NXP's undersigned counsel made numerous efforts over several months to contact Butzel Long, counsel for the Reorganized Debtors, for the purpose of discussing NXP's "assumed contract" defense. Unfortunately, Butzel Long never made a meaningful effort to respond. Accordingly, despite NXP's persistent and diligent efforts, the parties have not had any material discussions concerning NXP's defense.

2. The following is a chronology and description of the efforts made to engage Butzel Long in a discussion of NXP's "assumed contract" defense:

- On January 13, 2011, NXP's counsel and Cynthia J. Haffey ("Haffey") of Butzel Long had a brief conversation concerning NXP's assumed contract defense which concluded with Haffey promising to get back to NXP's counsel in a few weeks with a response.
- On February 22, 2011, having not yet heard from Haffey or anyone else from Butzel Long, NXP's counsel sent Haffey an e-mail inquiring as to when the response promised in January would be received. (See Exhibit A).
- On March 2, 2011, having not received a response to its February 22<sup>nd</sup> e-mail, NXP's counsel sent Haffey another e-mail inquiring as to when a response would be received. (See Exhibit B).
- On March 17, 2011, having still not received any type of response from Haffey or anyone else from Butzel Long, NXP's counsel sent Haffey a letter, once again requesting a response. (See Exhibit C).
- On April 4, 2011, Haffey responded to the March 17<sup>th</sup> letter with an e-mail to NXP's counsel stating that she hoped to have a response "within a few days". (See Exhibit D).
- On June 6, 2011, having never been contacted by Haffey as promised in her April 4<sup>th</sup> e-mail, NXP's counsel sent an e-mail to Haffey requesting an update. That e-mail has not been responded to. (See Exhibit E).

3. The preceding shows that Butzel Long has persistently, and without apparent excuse, failed to comply with this Court's December 17th directive to engage NXP in discussions concerning NXP's "assumed contract" defense. The logical inference that must be drawn from this failure is that the Reorganized Debtors have no evidence rebutting the prima facie evidence of that defense. Accordingly, the complaint against NXP should be dismissed.

Dated: June 15, 2011

Respectfully submitted,

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/s/ Robert N. Michaelson  
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